

CONTRACT #11
RFS # 343.49-452

Department of Health

VENDOR:
Global Secure Systems
Corporation (formerly Virtual
Alert, Inc.)



RECEIVED

JUN 19 2007

FISCAL REVIEW

STATE OF TENNESSEE
DEPARTMENT OF HEALTH
CORDELL HULL BLDG.
425 5TH AVENUE NORTH
NASHVILLE TENNESSEE 37247

PHIL BREDESEN
GOVERNOR

SUSAN R. COOPER, MSN, RN
COMMISSIONER

MEMORANDUM

TO: M. David Goetz, Jr., Commissioner, Dept. of Finance & Administration
James W. White, Executive Director, Fiscal Review Committee

FROM: Susan R. Cooper, MSN, RN, Commissioner, Dept. of Health *SPC*

DATE: June 15, 2007

SUBJECT: Non-Competitive Contract Amendment Request

We are requesting approval to execute a Non-Competitive Amendment to the Global Secure Systems Corp./formerly Virtual Alert, Inc. contract. The amendment's start date will be August 31, 2007, which will be less than 60 days after receipt of this Non-Competitive Amendment Request.

This amendment will ensure continued maintenance and support expense for the Volunteer Mobilizer from 8/31/07 through 8/30/08. This amendment is needed to extend the total maintenance and support term from August 31, 2007 until August 30, 2008 to ensure system maintenance, technical support, and software upgrades as needed during any emergency. Because of the time critical nature of the continued support of this system, it is in the State's best interest to continue this service

We will be happy to provide any further information you may wish immediately upon your request. Thank you for your consideration on this Non-Competitive Amendment Request.

SRC:BAR:tp

REQUEST: NON-COMPETITIVE AMENDMENT


APPROVED

Commissioner of Finance & Administration

Date:

EACH REQUEST ITEM BELOW MUST BE DETAILED OR ADDRESSED AS REQUIRED.

1) RFS #	343.49-452-05	
2) State Agency Name :	Department of Health	
EXISTING CONTRACT INFORMATION		
3) Service Caption :	Integrated information and communications system for Statewide Bioterrorism Preparedness protection (Tennessee Health Alert Network/T-HAN)	
4) Contractor :	Global Secure Systems Corp./formerly Virtual Alert, Inc.	
5) Contract #	FA-05-16083-02	
6) Contract Start Date :	08/11/2004	
7) <u>Current</u> Contract End Date IF <u>all</u> Options to Extend the Contract are Exercised :	08/30/2007	
8) <u>Current</u> Total Maximum Cost IF <u>all</u> Options to Extend the Contract are Exercised :	\$ 704,447	
PROPOSED AMENDMENT INFORMATION		
9) <u>Proposed</u> Amendment #	3	
10) <u>Proposed</u> Amendment Effective Date : (attached explanation required if date , 60 days after F&A receipt)	08/31/07	
11) <u>Proposed</u> Total Maximum Cost IF <u>all</u> Options to Extend the Contract are Exercised :	\$ 817,223	
12) Approval Criteria : (select one)	<input checked="checked" type="checkbox"/> use of Non-Competitive Negotiation is in the best interest of the state <input type="checkbox"/> only one uniquely qualified service provider able to provide the service	
13) Description of the Proposed Amendment Effects & Any Additional Service :		
This amendment extends the <u>Term Extension</u> , to provide for ongoing maintenance and support.		
14) Explanation of Need for the Proposed Amendment :		
Continue the ongoing funding to cover the maintenance and support expense for the Volunteer Mobilizer from August 31, 2007 through August 30, 2008.		

15) Name & Address of Contractor's Current Principal Owner(s) : (not required if proposed contractor is a state education institution)		
Eric Shaffer, Global Secure Systems Corp., 8601 Ranch Road 2222, Suite 290, Austin, TX 78730		
16) Documentation of Office for Information Resources Endorsement : (required <u>only</u> if the subject service involves information technology)		
select one:	<input type="checkbox"/> Documentation Not Applicable to this Request	<input checked="" type="checkbox"/> Documentation Attached to this Request
17) Documentation of Department of Personnel Endorsement : (required <u>only</u> if the subject service involves training for state employees)		
select one:	<input checked="" type="checkbox"/> Documentation Not Applicable to this Request	<input type="checkbox"/> Documentation Attached to this Request
18) Documentation of State Architect Endorsement : (required <u>only</u> if the subject service involves construction or real property related services)		
select one:	<input checked="" type="checkbox"/> Documentation Not Applicable to this Request	<input type="checkbox"/> Documentation Attached to this Request
19) Description of Procuring Agency Efforts to Identify Reasonable, Competitive, Procurement Alternatives :		
The Department believes it is in the State's best interest to use non-competitive negotiation in securing the additional maintenance and support services of Global Secure Systems Corp./formerly Virtual Alert, Inc. These services are readily available from Global Secure Systems Corp./formerly Virtual Alert, Inc., and will assure continued alerting capability as required through the Public Health Emergency Preparedness Cooperative agreement.		
20) Justification for the Proposed Non-Competitive Amendment :		
This contract was originally bid under the RFP process. The terms of the contract are being changed for the following reasons:		
1) This amendment is needed to extend the total maintenance and support term from August 31, 2007 until August 30, 2008 to ensure system maintenance, technical support and software upgrades as needed during any emergency.		
REQUESTING AGENCY HEAD SIGNATURE & DATE : (must be signed & dated by the <u>ACTUAL</u> procuring agency head as detailed on the Signature Certification on file with OCR— signature by an authorized signatory will be accepted only in documented exigent circumstances)		
		6-18-07
Susan R. Cooper, MSN, RN, Commissioner		
Agency Head Signature		Date

May 19 2007 14:27

P. 01

063006

**FAX TRANSMITTAL****to Request OIR Procurement Endorsement**

TO : Jane Chittenden, Director
OIR Procurement & Contract Management **FAX # 741-6164**

FROM : Terria Nelson, Contract Administration **FAX # 532-2286**

DATE : May 19, 2007

RFS # 343,49-452-05

RE : Procurement Endorsement — Provision of statewide, integrated information and communication system

NUMBER OF FAX PAGES (including cover) : 3

The nature and scope of service detailed in the attached service procurement document(s) appears to require Office for Information Resources (OIR) review and support, because the procurement involves information technology or information systems services.

This communication seeks to ensure that OIR is aware of the procurement and has an opportunity to review the matter. Please determine whether OIR is supportive of the procurement. If you have any questions or concerns about this matter, please call Debbie Gregory at 253-1367.

Please indicate below your response to this proposed procurement, and return this communication at your earliest convenience (note the return FAX number above).

Thank you for your help.

Attachment(s)

OIR Endorsement :

Bill Engell (gr)

5/31/07

OIR Chief Information Officer**Date**

CONTRACT SUMMARY SHEET

021406

RFS#				Contract#			
343.49-452-05				FA-05-16083-03			
State Agency				State Agency Division			
TENNESSEE DEPARTMENT OF HEALTH				HEALTH SERVICES ADMINISTRATION			
Contractor Name				Contractor ID# (FEIN or SSN)			
Global Secure Systems Corp.				<input type="checkbox"/> C- or <input checked="" type="checkbox"/> V- 75-2992094-00			
Service Description							
Integrated information and communications system for Statewide Bioterrorism Preparedness protection							
Contract BEGIN Date		Contract END Date		Subrecipient or Vendor?		CFDA #	
11-Aug-04		30-Aug-08		vendor		93.283	
Mark Each TRUE Statement							
<input checked="" type="checkbox"/> Contractor is on STARS				<input checked="" type="checkbox"/> Contractor's Form W-9 is on file in Accounts			
Allocation Code		Cost Center		Object Code		Fund	
343.49		135		139		11	
FY		State		Federal		Interdepartmental	
2005				\$ 182,105.00			
2006				\$ 395,469.00			
2007				\$ 108,077.00			
2008				\$ 112,776.00			
2009				\$ 18,796.00			
TOTAL		\$ -		\$ 817,223.00		\$ -	
COMPLETE FOR AMENDMENTS ONLY							
State Agency Fiscal Contact & Telephone #							
CRYSTAL ALLEN - (615) 741-9419							
FY		Base Contract & Prior Amendments		THIS Amendment ONLY		State Agency Budget Officer Approval	
2005		\$ 182,105.00		\$ 0.00			
2006		\$ 395,469.00		\$ 0.00			
2007		\$ 108,077.00					
2008		\$ 18,796.00		\$ 93,980.00			
2009		\$ -		\$ 18,796.00			
TOTAL		\$ 704,447.00		\$ 112,776.00			
End Date		30-Aug-06		30-Aug-08			
Contractor Ownership (complete only for base contracts with contract # prefix FA or GR)							
<input type="checkbox"/> African American		<input type="checkbox"/> Person w/ Disability		<input type="checkbox"/> Hispanic		<input type="checkbox"/> Small Business <input type="checkbox"/> NOT disadvantaged	
<input type="checkbox"/> Asian		<input type="checkbox"/> Female		<input type="checkbox"/> Native American		<input type="checkbox"/> OTHER minority/disadvantaged—	
Contractor Selection Method (complete for ALL base contracts — N/A to amendments or delegated authorities)							
<input type="checkbox"/> RFP		<input type="checkbox"/> Competitive Negotiation		<input type="checkbox"/> Alternative Competitive Method			
<input type="checkbox"/> Non-Competitive Negotiation		<input type="checkbox"/> Negotiation w/ Government (eg, ID, GG, GU)		<input type="checkbox"/> Other			
Procurement Process Summary (complete for Alternative Method, Competitive Negotiation, Non-Competitive Negotiation, OR Other)							

**AMENDMENT THREE
TO CONTRACT FA-05-16083-02**

**PRELIMINARY
NOT FOR ISSUE**

This Contract, by and between the State of Tennessee, Department of Health, hereinafter referred to as the State, and Global Secure Systems Corp., hereinafter referred to as the Contractor, is hereby amended as follows:

Add the following as A.11. and renumber any subsequent sections as necessary:

1. A.11. Ensure System Maintenance, Technical Support, and Software Upgrades Including Volunteer Mobilizer (Milestone 9)
 - a. Provide on-going 24 hour a day, 7 day a week system technical support, and on-going support for the investigation and debugging of software problems via telephone and, at a minimum, ensure all vendor introduced software upgrades provide for a fully operational T-HAN to include Volunteer Mobilizer software that meets the on-going alerting needs of the State.
2. Delete Sections B.1, B.2, C.1 and C.2 in their entirety and insert the following in their place:
 - B.1. Contract Term. This Contract shall be effective for the period commencing on August 11, 2004 and ending on August 30, 2008. The State shall have no obligation for services rendered by the Contractor which are not performed within the specified period.
 - B.2. Term Extension. The State reserves the right to extend this Contract for an additional period or periods of time representing increments of no more than one year and a total contract term of no more than three (3) years, provided that the State notifies the Contractor in writing of its intention to do so at least thirty (30) days prior to the contract expiration date. An extension of the term of this Contract will be effected through an amendment to the Contract. If the extension of the Contract necessitates additional funding beyond that which was included in the original Contract, the increase in the State's maximum liability will also be effected through an amendment to the Contract and shall be based upon rates provided for in the original contract.
 - C.1. Maximum Liability. In no event shall the maximum liability of the State under this Contract exceed Eight Hundred Seventeen Thousand Two Hundred Twenty Three Dollars (\$817,223). The Service Rates in Section C.3 shall constitute the entire compensation due the Contractor for the Service and all of the Contractor's obligations hereunder regardless of the difficulty, materials or equipment required. The Service Rates include, but are not limited to, all applicable taxes, fees, overheads, and all other direct and indirect costs incurred or to be incurred by the Contractor.

The Contractor is not entitled to be paid the maximum liability for any period under the Contract or any extensions of the Contract for work not requested by the State. The maximum liability represents available funds for payment to the Contractor and does not guarantee payment of any such funds to the Contractor under this Contract unless the State requests work and the Contractor performs said work. In which case, the Contractor shall be paid in accordance with the Service Rates detailed in Section C.3. The State is under no obligation to request work from the Contractor in any specific dollar amounts or to request any work at all from the Contractor during any period of this Contract.

- C.3. Payment Methodology. The Contractor shall be compensated based on the Service Rates herein for units of service authorized by the State in a total amount not to exceed the Contract Maximum Liability established in Section C.1. The Contractor's compensation shall be contingent upon the satisfactory completion of units of service or project milestones defined in Section A. The Contractor shall be compensated based upon the following Service Rates:

PRELIMINARY
NOT FOR ISSUE

MILESTONE/SERVICE	AMOUNT
Detailed System Design Document with Implementation Plan (Milestone # 1) (amount paid upon completion of the milestone)	\$ 70,000
Software Installation & Testing (Milestone # 2) (amount paid upon completion of the milestone)	\$ 192,770
Final Customized Software Installed (Milestone # 3) (amount paid upon completion of the milestone)	\$ 80,000
Training (Milestone # 4) (amount paid upon completion of the milestone)	\$ 20,000
Volunteer Mobilizer Software Installation, Testing & Training (Milestone # 5) (amount paid upon completion of the milestone)	\$ 133,000
Software Maintenance, Technical Support, & Software Upgrades T-HAN (Milestone # 6) Total amount for the entire period beginning on the date that the Final Customized Software Installed milestone is completed (August 15, 2005) and ending on the date Volunteer Mobilizer software is installed (April 30, 2006), to be paid in pro rated, quarterly amounts in arrears.	\$ 67,707
Software Maintenance, Technical Support, & Software Upgrades, Including Volunteer Mobilizer (Milestone # 7) Total amount for the entire period beginning on the date that the Volunteer Mobilizer software is installed (April 30, 2006) and ending (August 30, 2006) — to be paid in pro rated, quarterly amounts in arrears.	\$ 28,194
Software Maintenance, Technical Support, & Software Upgrades, Including Volunteer Mobilizer (Milestone #8) Total maintenance amount for the entire period beginning on the date of the new grant cycle (August 31, 2006) and ending (August 30, 2007) – to be paid in pro rated, quarterly amounts in arrears.	\$112,776
Software Maintenance, Technical Support, & Software Upgrades, Including Volunteer Mobilizer (Milestone #9) Total maintenance amount for the entire period beginning on the date of the new grant cycle (August 31, 2007) and ending (August 30, 2008) – to be paid in pro rated, quarterly amounts in arrears.	\$112,776

The other terms and conditions of this Contract not amended hereby shall remain in full force and effect.

IN WITNESS WHEREOF,
GLOBAL SECURE SYSTEM, CORP:

PRELIMINARY
NOT FOR ISSUE

Contractor Signature

Date

Mr. Eric Shaffer, President

Contractor Signatory Printed Name and Title

DEPARTMENT OF HEALTH:

Susan R. Cooper MSN, RN, Commissioner

Date

APPROVED:

DEPARTMENT OF FINANCE AND ADMINISTRATION:

M. D. Goetz, Jr., Commissioner

Date

COMPTROLLER OF THE TREASURY:

John G. Morgan, Comptroller of the Treasury

Date

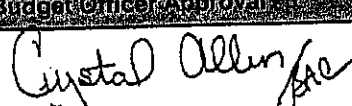
CONTRACT SUMMARY SHEET

021406

RFS #	Contract #
343.49-452-05	FA-05-16083-02
State/Agency	State/Agency Division
TENNESSEE DEPARTMENT OF HEALTH	HEALTH SERVICES ADMINISTRATION
Contract Name	Contract ID # (FEIN or SSN)
Global Secure Systems Corp.	C- or X V- 75-2992094-00

Service Description			
Integrated information and communications system for Statewide Bioterrorism Preparedness protection			
Contract BEGIN Date	Contract END Date	Subrecipient or Vendor	CFDA
11-Aug-04	30-Aug-07	vendor	93.283

Mark Each TRUE Statement					
<input checked="" type="checkbox"/> Contractor is on STARS			<input checked="" type="checkbox"/> Contractor's Form W-9 is on file in Accounts		
Allotment Code	Cost Center	Object Code	Fund	Funding Grant Code	Funding Subgrant Code
343.49	135	139	11		
FY	State	Federal	Interdepartmental	Other	TOTAL Contract Amount
2005		\$ 182,105.00	OCR RELEASED		\$ 182,105.00
2006		\$ 395,469.00	DEC 07 2006		\$ 395,469.00
2007		\$ 108,077.00	TO ACCOUNTS		\$ 108,077.00
2008		\$ 18,796.00			\$ 18,796.00
					\$ -
					\$ -
TOTAL	\$ -	\$ 704,447.00	\$ -	\$ -	\$ 704,447.00

COMPLETE FOR AMENDMENTS ONLY			State/Agency Fiscal Contact & Telephone #
FY	Base Contract & Prior Amendments	THIS Amendment ONLY	CRYSTAL ALLEN - (615) 741-9419
2005	\$ 182,105.00	\$ 0.00	
2006	\$ 395,469.00	\$ 0.00	
2007	\$ 14,097.00	\$ 93,980.00	
2008	\$ 0.00	\$ 18,796.00	
TOTAL	\$ 591,671.00	\$ 112,776.00	
End Date	30-Aug-06	30-Aug-07	

Contractor Ownership (complete only for base contracts with contract prefix FA or GR)					
<input type="checkbox"/> African American	<input type="checkbox"/> Person w/ Disability	<input type="checkbox"/> Hispanic	<input type="checkbox"/> Small Business	<input type="checkbox"/> NOT disadvantaged	
<input type="checkbox"/> Asian	<input type="checkbox"/> Female	<input type="checkbox"/> Native American	<input type="checkbox"/> OTHER minority/disadvantaged		
Contractor Selection Method (complete for ALL base contracts - N/A to amendments or delegated authorities)					
<input type="checkbox"/> RFP	<input type="checkbox"/> Competitive Negotiation		<input type="checkbox"/> Alternative Competitive Method		
<input type="checkbox"/> Non-Competitive Negotiation	<input type="checkbox"/> Negotiation w/ Government (eg, ID, GG, GU)		<input type="checkbox"/> Other		

Procurement Process Summary (complete for Alternative Method, Competitive Negotiation, Non-Competitive Negotiation, OR Other)	
Continue to provide on-going 24 hour a day, 7 day a week system technical support, and on going support for the investigation and debugging of software problems via telephone and, at a minimum, ensure all vendor introduced software upgrades provide for a fully operational T-HAN to include Volunteer Mobilizer software that meets the on going alerting needs of the State.	

DEC 7 2006
OFFICE OF ACCOUNTS

SEP 18 2006

AUG 24 2006

CONTRACT SUMMARY SHEET

8-8-05

RFS #	Contract #
343.49-452-05	FA-05-16083-01
State Agency	State Agency Division
Tennessee Department of Health	Bureau of Health Services Administration
Contractor Name	Contractor ID # (FEIN or SSN)
Global secure systems Corp./formerly Virtual Alert, Inc.	<input type="checkbox"/> C- or <input checked="" type="checkbox"/> V- 75-2992094-00

Service Description
Integrated information and communications system for Statewide Bioterrorism Preparedness protection (Tennessee Health Alert N)

Contract BEGIN Date	Contract END Date	Subrecipient or Vendor?	CFDA #
11-Aug-04	30-Aug-06	Vendor	93.283

Mark, if Statement is TRUE

<input checked="" type="checkbox"/> Contractor is on STARS as required	<input checked="" type="checkbox"/> Contractor's Form W-9 is on file in Accounts as required
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Allotment Code	Cost Center	Object Code	Fund	Funding Grant Code	Funding Subgrant Code
343.49	135	139	11		

FY	State	Federal	Interdepartmental	Other	TOTAL Contract Amount
2005		\$ 182,105.00			\$ 182,105.00
2006		\$ 395,469.00			\$ 395,469.00
2007		\$ 14,097.00			\$ 14,097.00
					\$ -
					\$ -
					\$ -
TOTAL	\$ -	\$ 591,671.00	\$ -	\$ -	\$ 591,671.00

PROCESSED

JAN 19 2006

COMPLETE FOR AMENDMENTS ONLY

FY	Base Contract & Prior Amendments	THIS Amendment ONLY	State Agency Fiscal Contact & Telephone #
2005	\$ 182,105.00	\$ -	Crystal Allen (615) 741-9419
2006	\$ 198,660.00	\$ 196,809.00	
2007	\$ 198,660.00	\$ (184,563.00)	
2008	\$ 16,555.00	\$ (16,555.00)	
TOTAL	\$ 595,980.00	\$ (4,309.00)	

State Agency Budget Officer Approval
Crystal Allen / BAP

Funding Certification (certification, required by T.C.A. § 9-4-5113, that there is a balance in the appropriation from which the obligated expenditure is required to be paid that is not otherwise encumbered to pay obligations previously incurred)

End Date 10 30-Aug-07 30-Aug-06

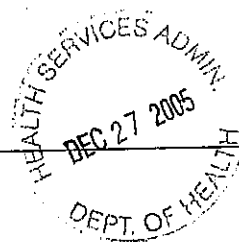
Contractor Ownership

<input type="checkbox"/> African American	<input type="checkbox"/> Disabled	<input type="checkbox"/> Hispanic	<input checked="" type="checkbox"/> Small Business	<input type="checkbox"/> NOT minority/disadvantaged
<input type="checkbox"/> Asian	<input type="checkbox"/> Female	<input type="checkbox"/> Native American	<input type="checkbox"/> OTHER minority/disadvantaged	

Contractor Selection Method

<input checked="" type="checkbox"/> RFP	<input type="checkbox"/> Competitive Negotiation	<input type="checkbox"/> Alternative Procurement Method
<input type="checkbox"/> Non-Competitive Negotiation	<input type="checkbox"/> Government	<input type="checkbox"/> Other

Procurement Process Summary



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 2006 JAN 13 PM 2:07
 CONFIDENTIAL
 OFFICE OF
 MANAGEMENT
 SERVICES

CONTRACT SUMMARY SHEET

ORIGINAL

FS Number:	343.49- 452-05	Contract Number:	FA-05-16083-00				
State Agency:	TENNESSEE DEPARTMENT OF HEALTH	Division:	HEALTH SERVICES ADMINISTRATION				
Contractor:		Contractor Identification Number					
VIRTUAL ALERT, INC.		<table border="1"> <tr> <td>X</td> <td>V-</td> </tr> <tr> <td></td> <td>C-</td> </tr> </table>	X	V-		C-	V752992094-00
X	V-						
	C-						

Service Description

DO PROVIDE STATEWIDE, INTEGRATED INFORMATION AND COMMUNICATIONS SYSTEM

Contract Begin Date				Contract End Date			
11-Aug-04				10-Aug-07			
Allotment Code	Cost Center	Object Code	Fund	Grant	Grant Code	Subgrant Code	
343.49	48E	139	11	X	on STARS		
FY	State Funds	Federal Funds	Interdepartmental Funds	Other Funding		Total Contract Amount Include ALL amendments	
2005		\$182,105.00				\$182,105.00	
2006		\$198,660.00				\$198,660.00	
2007		\$198,660.00	✓			\$198,660.00	
2008		\$16,555.00	✓			\$16,555.00	
						\$0.00	
						\$0.00	
Total:	\$0.00	\$595,980.00	\$0.00	\$0.00		\$595,980.00	

FDA Number:	93.283	Check the box (below) ONLY if the answer is YES:	
State Fiscal Contact		Is the Contractor a SUBRECIPIENT? (per OMB A-133)	
Name:	WAYNE PIERSON	Is the Contractor a VENDOR? (per OMB A-133)	
Address:	10TH FLOOR, ANDREW JOHNSON TOWER	Is the Fiscal Year Funding STRICTLY LIMITED?	
Phone:	(615) 741-9419	Is the Contractor on STARS?	
Procuring Agency Budget Officer Signature		Is the Contractor's FORM W-9 ATTACHED?	
		Is the Contractor's Form W-9 Filed with Accounts?	

Wayne Pierson / ds

Funding Certification
Pursuant to T.C.A., Section 9-6-113, I, M. D. Goetz, Jr., Commissioner of Finance and Administration, do hereby certify that there is a balance in the appropriation from which this obligation is required to be paid that is not otherwise encumbered to pay obligations previously incurred.

COMPLETE FOR ALL AMENDMENTS (only)

	Base Contract & Prior Amendments	This Amendment ONLY
End Date >		
FY:		
FY:		
FY:		
FY:		
FY:		
FY:		
Totals:	\$0.00	\$0.00

AUG 27 2004

